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October 13, 2004

Via ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554

Re: In the Matter of Unbundled Access to Network Elements, WC Docket No. 04-313; Review of the Section 251 Unbundling Obligations of Incumbent Local Exchange Carriers, CC Docket No. 01-338
Access to Confidential Materials

Dear Ms. Dortch:

Pursuant to the Protective Order adopted in the above-referenced proceedings,¹ attached hereto for filing in the above-referenced dockets are executed Acknowledgements of Confidentiality (Appendix B to the Protective Order) for the following individuals:

- Danny E. Adams, Attorney
- M. Nicole Oden, Attorney

The named parties seek access to confidential versions of documents filed in the above-referenced proceedings by SBC Communications, Inc.. The named parties fall within the "Permissible Disclosure" categories described in paragraph 5 of the Protective Order; and, in accordance with the attached certificate of service, counsel for SBC Communications, Inc. has

¹ *Unbundled Access to Network Elements*, Protective Order, 19 FCC Rcd 16292 at Appendix A (2004) ("Protective Order").

Marlene H. Dortch, Secretary
October 13, 2004
Page Two

been served, via Hand Delivery, with a copy of this letter and the executed Acknowledgements of Confidentiality.

If you have any questions regarding this matter, please contact the undersigned at (202) 955-9785.

Sincerely,



M. Nicole Oden

Attachments

cc: David G. Cartwright
SBC Telecommunications, Inc.
1401 I St., N.W.,
Suite 1100
Washington, D.C. 20005
Fax: 202-408-4809

Acknowledgment of Confidentiality

CC Docket No. 01-338 & WC Docket No. 04-313

I hereby acknowledge that I have received and read a copy of the Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

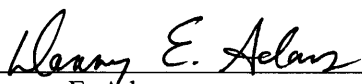
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 5 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 2 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 10 of the Protective Order. I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Vienna, Virginia this 13 day of October, 2004.



Danny E. Adams
Attorney
Kelley Drye & Warren, LLP
8000 Towers Crescent Drive
Suite 1200
Vienna, VA 22182
703-918-2300

Acknowledgment of Confidentiality

CC Docket No. 01-338 & WC Docket No. 04-313

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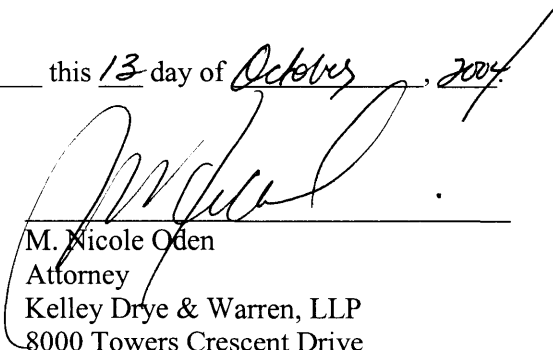
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M. Nicole Oden
Attorney
Kelley Drye & Warren, LLP
8000 Towers Crescent Drive
Suite 1200
Vienna, VA 22182
703-918-2300

CERTIFICATE OF SERVICE

I, M. Nicole Oden, do hereby certify that I have caused the foregoing Letter Request to be: 1) filed with the FCC via its Electronic Comment Filing System in WC Docket No. 04-313 and CC Docket No. 01-338; 2) served via hand delivery on SBC counsel; and 3) served via email on Jeffrey Carlisle of the Wireline Competition Bureau (Jeffrey.carlisle@fcc.gov), Janice Myles of the Wireline Competition Bureau (Janice.myles@fcc.gov) and the FCC's duplicating contractor, Best Copy and Printing, Inc. (fcc@bcpiweb.com).

/s/ M. Nicole Oden

M. Nicole Oden

October 13, 2004